

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re: : **Chapter 11 Case No.**
:
NY RADIO ASSETS, LLC, : **17-13379 (SCC)**
:
 Debtor. :
:
Tax Id. No. 20-4219364 :
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In re: : **Chapter 11 Case No.**
:
CUMULUS MEDIA INC., : **17-13381 (SCC)**
:
 Debtor. :
:
Tax Id. No. 36-4159663 :
-----X

In re: : **Chapter 11 Case No.**
:
ATLANTA RADIO, LLC, : **17-13390 (SCC)**
:
 Debtor. :
:
Tax Id. No. 33-1065242 :
-----X

In re: : **Chapter 11 Case No.**
:
BROADCAST SOFTWARE : **17-13392 (SCC)**
INTERNATIONAL, :
:
 Debtor. :
:
Tax Id. No. 36-4319376 :
-----X

In re: : **Chapter 11 Case No.**
:
CATALYST MEDIA, INC., : **17-13393 (SCC)**
:
 Debtor. :
:
Tax Id. No. 36-4698849 :
-----X

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In re: : Chapter 11 Case No.
: :
CHICAGO FM RADIO ASSETS, LLC, : 17-13391 (SCC)
: :
Debtor. : :
: :
Tax Id. No. 75-3228146 :
-----X

In re: : Chapter 11 Case No.
: :
CHICAGO RADIO ASSETS, LLC, : 17-13389 (SCC)
: :
Debtor. : :
: :
Tax Id. No. 20-4218565 :
-----X

In re: : Chapter 11 Case No.
: :
CMI RECEIVABLES FUNDING LLC, : 17-13394 (SCC)
: :
Debtor. : :
: :
Tax Id. No. 46-4186396 :
-----X

In re: : Chapter 11 Case No.
: :
CMP KC Corp., : 17-13387 (SCC)
: :
Debtor. : :
: :
Tax Id. No. 20-4531244 :
-----X

In re: : Chapter 11 Case No.
: :
CMP SUSQUEHANNA CORP., : 17-13388 (SCC)
: :
Debtor. : :
: :
Tax Id. No. 20-4531045 :
-----X

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In re:	:	Chapter 11 Case No.
	:	
CMP SUSQUEHANNA RADIO HOLDINGS	:	17-13386 (SCC)
CORP.,	:	
	:	
Debtor.	:	
	:	
Tax Id. No. 20-4530834	:	
-----X		
In re:	:	Chapter 11 Case No.
	:	
CONSOLIDATED IP COMPANY LLC,	:	17-13385 (SCC)
	:	
Debtor.	:	
	:	
Tax Id. No. 46-4099527	:	
-----X		
In re:	:	Chapter 11 Case No.
	:	
CUMULUS BROADCASTING LLC,	:	17-13384 (SCC)
	:	
Debtor.	:	
	:	
Tax Id. No. 68-0575090	:	
-----X		
In re:	:	Chapter 11 Case No.
	:	
CUMULUS INTERMEDIATE HOLDINGS	:	17-13383 (SCC)
INC.,	:	
	:	
Debtor.	:	
	:	
Tax Id. No. 51-0405729	:	
-----X		
In re:	:	Chapter 11 Case No.
	:	
CUMULUS MEDIA HOLDINGS INC.,	:	17-13382 (SCC)
	:	
Debtor.	:	
	:	
Tax Id. No. 90-0719565	:	
-----X		

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In re:	:	Chapter 11 Case No.
	:	
CUMULUS NETWORK HOLDINGS INC.,	:	17-13395 (SCC)
	:	
Debtor.	:	
	:	
Tax Id. No. 13-3331750	:	
-----X		
In re:	:	Chapter 11 Case No.
	:	
CUMULUS RADIO CORPORATION,	:	17-13396 (SCC)
	:	
Debtor.	:	
	:	
Tax Id. No. 86-0703641	:	
-----X		
In re:	:	Chapter 11 Case No.
	:	
DC RADIO ASSETS, LLC,	:	17-13397 (SCC)
	:	
Debtor.	:	
	:	
Tax Id. No. 20-4218609	:	
-----X		
In re:	:	Chapter 11 Case No.
	:	
DETROIT RADIO, LLC,	:	17-13398 (SCC)
	:	
Debtor.	:	
	:	
Tax Id. No. 33-1065244	:	
-----X		
In re:	:	Chapter 11 Case No.
	:	
DIAL COMMUNICATIONS GLOBAL MEDIA, LLC,	:	17-13399 (SCC)
	:	
Debtor.	:	
	:	
Tax Id. No. 02-0586001	:	
-----X		

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In re: : **Chapter 11 Case No.**
:
INCENTREV LLC, : **17-13401 (SCC)**
:
Debtor. :
:
Tax Id. No. 45-5134331(H) :
-----X

In re: : **Chapter 11 Case No.**
:
INCENTREV-RADIO HALF OFF, LLC, : **17-13400 (SCC)**
:
Debtor. :
:
Tax Id. No. 46-3208500 :
-----X

In re: : **Chapter 11 Case No.**
:
KLIF BROADCASTING, INC., : **17-13402 (SCC)**
:
Debtor. :
:
Tax Id. No. 23-2877208 :
-----X

In re: : **Chapter 11 Case No.**
:
KLOS-FM RADIO ASSETS, LLC, : **17-13403 (SCC)**
:
Debtor. :
:
Tax Id. No. 20-4218888 :
-----X

In re: : **Chapter 11 Case No.**
:
LA RADIO , LLC, : **17-13404 (SCC)**
:
Debtor. :
:
Tax Id. No. 20-4222471 :
-----X

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In re: : Chapter 11 Case No.
: :
MINNEAPOLIS RADIO ASSETS, LLC, : 17-13405 (SCC)
: :
Debtor. : :
: :
Tax Id. No. 20-4219259 : :
-----X

In re: : Chapter 11 Case No.
: :
RADIO ASSETS, LLC, : 17-13406 (SCC)
: :
Debtor. : :
: :
Tax Id. No. 20-5314240 : :
-----X

In re: : Chapter 11 Case No.
: :
RADIO METROPLEX, INC., : 17-13407 (SCC)
: :
Debtor. : :
: :
Tax Id. No. 23-2868556 : :
-----X

In re: : Chapter 11 Case No.
: :
RADIO NETWORKS, LLC, : 17-13408 (SCC)
: :
Debtor. : :
: :
Tax Id. No. 20-4222557 : :
-----X

In re: : Chapter 11 Case No.
: :
SAN FRANCISCO RADIO ASSETS, LLC, : 17-13409 (SCC)
: :
Debtor. : :
: :
Tax Id. No. 20-4222315 : :
-----X

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In re: : **Chapter 11 Case No.**
:
SUSQUEHANNA MEDIA CO., : **17-13410 (SCC)**
:
Debtor. :
:
Tax Id. No. 23-2722964 :
-----X

In re: : **Chapter 11 Case No.**
:
SUSQUEHANNA PFALTZGRAFF CO., : **17-13411 (SCC)**
:
Debtor. :
:
Tax Id. No. 23-1139608 :
-----X

In re: : **Chapter 11 Case No.**
:
SUSQUEHANNA RADIO CORP., : **17-13412 (SCC)**
:
Debtor. :
:
Tax Id. No. 23-2381976 :
-----X

In re: : **Chapter 11 Case No.**
:
WBAP-KSCS ASSETS, LLC, : **17-13413 (SCC)**
:
Debtor. :
:
Tax Id. No. 20-4227103 :
-----X

In re: : **Chapter 11 Case No.**
:
WESTWOOD ONE, INC., : **17-13380 (SCC)**
:
Debtor. :
:
Tax Id. No. 95-3980449 :
-----X

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In re: : **Chapter 11 Case No.**
: **WESTWOOD ONE RADIO NETWORKS,** : **17-13414 (SCC)**
INC., :
: **Debtor.** :
: **Tax Id. No. 84-0705591** :
-----X

-----X
In re: : **Chapter 11 Case No.**
: **WPLJ RADIO, LLC,** : **17-13415 (SCC)**
: **Debtor.** :
: **Tax Id. No. 20-4222424** :
-----X

ORDER PURSUANT TO FED. R. BANKR. P. 1015(B)
DIRECTING JOINT ADMINISTRATION OF RELATED CHAPTER 11 CASES

Upon the motion (the “Motion”)¹ of Cumulus Media Inc. and its affiliated debtors and debtors in possession (each a “Debtor” and collectively, the “Debtors”) for entry of an order (this “Order”): directing the joint administration of the Debtors’ Chapter 11 Cases for procedural purposes only, all as more fully set forth in the Motion; and upon the First Day Declaration; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the Southern District of New York, dated January 31, 2012; and this Court having found that it may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the Debtors’ notice of the Motion and opportunity for

¹ Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion or the First Day Declaration, as appropriate.

a hearing on the Motion were appropriate under the circumstances and that no other notice need be provided; and this Court having reviewed the Motion and the First Day Declaration and having heard the statements in support of the relief requested therein at a hearing, if any, before this Court (the "Hearing"); and this Court having determined that the legal and factual bases set forth in the Motion and at any Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Motion is granted on a final basis as set forth herein.
2. The above-captioned chapter 11 cases are consolidated for procedural purposes only and shall be jointly administered by this Court under Case No. 17-13381 (SCC).
3. The caption of the jointly administered cases should read as follows:

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	
In re:	: Chapter 11
	:
CUMULUS MEDIA INC., et al.,	: Case No. 17-13381 (SCC)
	:
Debtors.¹	: (Jointly Administered)
	:
-----X	

^{1.} The last four digits of Cumulus Media Inc.'s tax identification number are 9663. Because of the large number of Debtors in these chapter 11 cases, for which the Debtors have requested joint administration, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors' proposed claims and noticing agent at <http://dm.epiq11.com/cumulus>. The location of the Debtors' service address is: 3280 Peachtree Road, N.W., Suite 2200, Atlanta, Georgia 30305.

4. The foregoing caption satisfies the requirements set forth in section 342(c)(1) of the Bankruptcy Code.

5. A docket entry, substantially similar to the following, shall be entered on the docket of each of the Debtors other than Cumulus Media Inc. to reflect the joint administration of these chapter 11 cases:

An order has been entered in accordance with Rule 1015(b) of the Federal Rules of Bankruptcy Procedure directing the joint administration of the chapter 11 cases of: Cumulus Media Inc.; Atlanta Radio, LLC; Broadcast Software International; Catalyst Media, Inc.; Chicago FM Radio Assets, LLC; Chicago Radio Assets, LLC; CMI Receivables Funding LLC; CMP KC Corp.; CMP Susquehanna Corp.; CMP Susquehanna Radio Holdings Corp.; Consolidated IP Company LLC; Cumulus Broadcasting LLC; Cumulus Intermediate Holdings Inc.; Cumulus Media Holdings Inc.; Cumulus Network Holdings Inc.; Cumulus Radio Corporation; DC Radio Assets, LLC; Detroit Radio, LLC; Dial Communications Global Media, LLC; Incentrev LLC; Incentrev–Radio Half Off, LLC; KLIF Broadcasting, Inc.; KLOS-FM Radio Assets, LLC; LA Radio, LLC; Minneapolis Radio Assets, LLC; NY Radio Assets, LLC; Radio Assets, LLC; Radio Metroplex, Inc.; Radio Networks, LLC; San Francisco Radio Assets, LLC; Susquehanna Media Co.; Susquehanna Pfaltzgraff Co.; Susquehanna Radio Corp.; WBAP-KSCS Assets, LLC; Westwood One, Inc.; Westwood One Radio Networks, Inc.; and WPLJ Radio, LLC. All further pleadings and other papers shall be filed in and all further docket entries shall be made in Case No. 17-13381 (SCC).

6. One consolidated docket, one file, and one consolidated service list shall be maintained by the Debtors and kept by the Clerk of the Court with the assistance of the notice and claims agent retained by the Debtors in these chapter 11 cases.

7. The Debtors may file their monthly operating reports required by the *Operating Guidelines and Reporting Requirements for Debtors in Possession and Trustees*, issued by the U.S. Trustee, by consolidating the information required for each Debtor in one report that tracks and breaks out all of the specific information (*e.g.*, receipts, disbursements, etc.) on a debtor-by-debtor basis in each monthly operating report.

8. Nothing contained in the Motion or this Order shall be deemed or construed as directing or otherwise effecting a substantive consolidation of these chapter 11 cases and this Order

shall be without prejudice to the rights of the Debtors to seek entry of an order substantively consolidating their respective cases and the rights of other parties in interest to object to such relief.

9. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion.

10. Notice of the Motion as provided therein shall be deemed good and sufficient notice of such motion and the requirements of the Local Rules are satisfied by such notice.

11. Notwithstanding Bankruptcy Rule 6004(h), the terms and conditions of this Order are immediately effective and enforceable upon its entry.

12. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Dated: December 1, 2017
New York, New York

/S/ Shelley C. Chapman
UNITED STATES BANKRUPTCY JUDGE